

**THIS OBJECTION SEEKS TO DISALLOW AND EXPUNGE CERTAIN
FILED PROOFS OF CLAIM. PARTIES RECEIVING THIS NOTICE OF
ONE HUNDRED FIFTH OMNIBUS OBJECTION TO CLAIMS SHOULD
REVIEW THE OMNIBUS OBJECTION TO SEE IF THEIR NAME(S)
AND/OR CLAIM(S) ARE LOCATED IN THE OMNIBUS OBJECTION
AND/OR IN THE EXHIBIT ATTACHED THERETO TO DETERMINE
WHETHER THIS OBJECTION AFFECTS THEIR CLAIM(S).**

**IF YOU HAVE QUESTIONS, PLEASE CONTACT
DEBTORS' COUNSEL, ERIN ECKOLS, AT 214-746-7700.**

WEIL, GOTSHAL & MANGES LLP
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Telephone: (212) 310-8000
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Shai Y. Waisman

Attorneys for Debtors
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
-----X	

**NOTICE OF HEARING ON DEBTORS' ONE HUNDRED FIFTH
OMNIBUS OBJECTION TO CLAIMS (SETTLED DERIVATIVE CLAIMS)**

PLEASE TAKE NOTICE that on March 14, 2011, Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), filed their one hundred fifth omnibus objection to claims (the "Debtors' One Hundred Fifth Omnibus Objection to Claims"), and that a hearing (the "Hearing") to consider the Debtors' One Hundred Fifth Omnibus Objection to Claims will be

held before the Honorable James M. Peck, United States Bankruptcy Judge, in Courtroom 601 of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004, on **April 28, 2011 at 10:00 a.m. (Eastern Time)**, or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that any responses to the Debtors' One Hundred Fifth Omnibus Objection to Claims must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and the Local Rules of the Bankruptcy Court, and shall be filed with the Bankruptcy Court (a) electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov) by registered users of the Bankruptcy Court's filing system, and (b) by all other parties in interest, on a 3.5 inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format (with a hard copy delivered directly to Chambers), in accordance with General Order M-182 (which can be found at www.nysb.uscourts.gov), and served in accordance with General Order M-399, and on (i) the chambers of the Honorable James M. Peck, One Bowling Green, New York, New York 10004, Courtroom 601; (ii) attorneys for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Shai Waisman, Esq. and Mark Bernstein, Esq.); (iii) the Office of the United States Trustee for Region 2, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Tracy Hope Davis, Esq., Elisabetta Gasparini, Esq., and Andrea B. Schwartz, Esq.); and (iv) attorneys for the official committee of unsecured creditors appointed in these cases, Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis F. Dunne, Esq., Dennis O'Donnell, Esq., and Evan Fleck, Esq.); so as to be so filed and received by no later than **April 13, 2011 at 4:00 p.m. (Eastern Time)** (the "Response Deadline").

PLEASE TAKE FURTHER NOTICE that if no responses are timely filed and served with respect to the Debtors' One Hundred Fifth Omnibus Objection to Claims or any claim set forth thereon, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed to the Debtors' One Hundred Fifth Omnibus Objection to Claims, which order may be entered with no further notice or opportunity to be heard offered to any party.

Dated: March 14, 2011
New York, New York

/s/ Shai Y. Waisman
Shai Y. Waisman

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Attorneys for Debtors and
Debtors in Possession

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X
In re : Chapter 11 Case No.
:
LEHMAN BROTHERS HOLDINGS INC., *et al.*, : 08-13555 (JMP)
:
Debtors. : (Jointly Administered)
-----X

**DEBTORS' ONE HUNDRED FIFTH OMNIBUS
OBJECTION TO CLAIMS (SETTLED DERIVATIVE CLAIMS)**

**THIS OBJECTION SEEKS TO DISALLOW AND EXPUNGE
CERTAIN FILED PROOFS OF CLAIM. PARTIES RECEIVING
THIS ONE HUNDRED FIFTH OMNIBUS OBJECTION TO CLAIMS
SHOULD REVIEW THE OMNIBUS OBJECTION TO SEE IF THEIR
NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OMNIBUS
OBJECTION AND/OR IN THE EXHIBIT ATTACHED THERETO
TO DETERMINE WHETHER THIS OBJECTION AFFECTS THEIR
CLAIM(S).**

**IF YOU HAVE QUESTIONS, PLEASE CONTACT
DEBTORS' COUNSEL, ERIN ECKOLS, AT 214-746-7700.**

TO THE HONORABLE JAMES M. PECK
UNITED STATES BANKRUPTCY JUDGE:

Lehman Brothers Holdings Inc. ("LBHI") and its affiliated debtors, in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), respectfully represent as follows:

Relief Requested

1. The Debtors file this one hundred fifth omnibus objection to claims (the "One Hundred Fifth Omnibus Objection to Claims"), pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim filed in these chapter 11 cases (the "Procedures Order") [Docket No. 6664], seeking to disallow and expunge the claims listed on Exhibit A annexed hereto.

2. The Debtors have examined the proofs of claim identified on Exhibit A and have determined that the proofs of claim listed on Exhibit A (collectively, the "Settled Derivative Claims") should be disallowed and expunged as contrary to the settlements that the parties have entered into. Pursuant to this Court's order approving procedures for the settlement or assumption and assignment of prepetition derivative contracts (the "December Order") [Docket No. 2257], claimants and the Debtors have negotiated settlements of disputes related to derivative claims. These signed agreements provide for resolution of the derivative claims with a payment to the Debtors, with no amounts being due between the parties, or with the counterparty being granted an allowed derivative claim against one or more Debtor counterparties for a release of all of the

derivative claims the claimant has asserted against any other Debtors related thereto. The proofs of claim being objected to are not consistent with such settlements as they seek to recover amounts from the Debtors based on the prepetition derivative contracts. The Debtors, therefore, request that the Court disallow and expunge the Settled Derivative Claims.

Jurisdiction

3. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

Background

4. Commencing on September 15, 2008, and periodically thereafter, LBHI and certain of its subsidiaries commenced with this Court voluntary cases under title 11 of the Bankruptcy Code. The Debtors' chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered pursuant to Bankruptcy Rule 1015(b). The Debtors are authorized to operate their businesses and manage their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. On September 17, 2008, the United States Trustee for Region 2 (the "U.S. Trustee") appointed the statutory committee of unsecured creditors pursuant to section 1102 of the Bankruptcy Code (the "Creditors' Committee").

6. On December 16, 2008, the Court entered the December Order, which approved and established specific procedures by which the Debtors could settle claims arising from the termination of prepetition derivative contracts.

7. On January 19, 2009, the U.S. Trustee appointed Anton R. Valukas as Examiner in the above-captioned chapter 11 cases (the “Examiner”) and by order, dated January 20, 2009 [Docket No. 2583], the Court approved the U.S. Trustee’s appointment of the Examiner. The Examiner has filed his report pursuant to section 1106(b) of the Bankruptcy Code [Docket No. 7531].

8. On January 14, 2010, the Court entered the Procedures Order, which authorizes the Debtors, among other things, to file omnibus objections to no more than 500 claims at a time, on various grounds, including those set forth in Bankruptcy Rule 3007(d) and those additional grounds set forth in the Procedures Order.

The Settled Derivative Claims Should Be Disallowed and Expunged

9. In their review of the claims filed on the claims register in these cases, the Debtors have identified the claims on Exhibit A as being claims for which the Debtors specifically negotiated an agreement with the claimants for a payment to the Debtors, for zero dollars, or for an allowed derivative claim against one or more Debtors in exchange for a release of all other related derivative claims. The Settled Derivative Claims are not consistent with the signed agreements, which provide that the applicable Debtors have no liability under the relevant derivative contracts.

10. A filed proof of claim is “deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). If an objection refuting at least one of the claim’s essential allegations is asserted, the claimant has the burden to demonstrate the validity of the claim. *See In re Oneida Ltd.*, 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009); *In re Adelphia Commc’ns Corp.*, Ch. 11 Case No. 02-41729 (REG), 2007 Bankr. LEXIS

660 at *15 (Bankr. S.D.N.Y. Feb. 20, 2007); *In re Rockefeller Ctr. Props.*, 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000).

11. Pursuant to the December Order, the Debtors engaged in negotiations with certain claimants that had filed proofs of claim against the Debtors asserting obligations based on prepetition derivative contracts. The Debtors and these claimants negotiated and agreed that these derivative claims would be resolved by (i) no amounts being due between the parties, (ii) the claimants making a payment to the Debtors, or (iii) the claimant having an allowed claim against one or more Debtor counterparties in exchange for a release of all other Debtors against which it has asserted derivative claims related thereto. The agreements are reflected in written “Termination Agreements” or similar documents executed by the relevant Debtor and the holder of the Settled Derivative Claim. In order to properly reflect the Debtors’ and claimants’ agreements, the Debtors request that the Court disallow and expunge in their entirety the Settled Derivative Claims listed on Exhibit A.

Notice

12. No trustee has been appointed in these chapter 11 cases. The Debtors have served notice of this One Hundred Fifth Omnibus Objection to Claims on (i) the U.S. Trustee; (ii) the attorneys for the Creditors’ Committee; (iii) the Securities and Exchange Commission; (iv) the Internal Revenue Service; (v) the United States Attorney for the Southern District of New York; (vi) each claimant listed on Exhibit A; and (vii) all other parties entitled to notice in accordance with the procedures set forth in the second amended order entered on June 17, 2010, governing case management and

administrative procedures for these cases [Docket No. 9635]. The Debtors submit that no other or further notice need be provided.

13. No previous request for the relief sought herein has been made by the Debtors to this or any other Court.

WHEREFORE the Debtors respectfully request entry of an order granting the relief requested herein and such other and further relief as is just.

Dated: March 14, 2011
New York, New York

/s/ Shai Y. Waisman

Shai Y. Waisman

WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
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Telephone: (212) 310-8000
Facsimile: (212) 310-8007

Attorneys for Debtors
and Debtors in Possession

EXHIBIT A

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
1	3M VOLUNTARY INVESTMENT PLAN AND EMPLOYEE STOCK OWNERSHIP PLAN AND 3M SAVINGS PLAN C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT W-701 385 E. COLORADO BLVD. PASADENA, CA 91101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20858	\$655,917.11	Settled Derivative Claim
2	3M VOLUNTARY INVESTMENT PLAN AND EMPLOYEE STOCK OWNERSHIP PLAN AND 3M SAVINGS PLAN C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT W-701 385 E. COLORADO BLVD. PASADENA, CA 91101	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	21021	\$655,917.11	Settled Derivative Claim
3	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13899 (JMP)	Lehman Brothers Derivative Products Inc.	09/21/2009	20212	\$6,000.00	Settled Derivative Claim
4	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13899 (JMP)	Lehman Brothers Derivative Products Inc.	09/21/2009	20214	\$108,392.11	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
5	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13899 (JMP)	Lehman Brothers Derivative Products Inc.	09/21/2009	20215	\$69,000.00	Settled Derivative Claim
6	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	20216	Undetermined	Settled Derivative Claim
7	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20217	Undetermined	Settled Derivative Claim
8	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	20218	\$222,738.96	Settled Derivative Claim
9	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20219	\$222,738.96	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
10	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	20222	Undetermined	Settled Derivative Claim
11	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR, EXECUTIVE VICE PRESIDENT AND GENERAL COUNSEL 9200 EAST PANORAMA CIRCLE, SUITE 400 ENGLEWOOD, CO 80112	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20223	Undetermined	Settled Derivative Claim
12	ASCENSION HEALTH RETIREMENT TRUST-CORE FULL ACCOUNT C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT. W-1207 385 E. COLORADO BLVD. PASADENA, CA 91105	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20887	\$850,306.56	Settled Derivative Claim
13	BREWSTER, MICHAEL J. 269 WEST LAKE BLVD MAHOPAC, NY 10541	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	34233	\$355,073.06	Settled Derivative Claim
14	BUTTERFIELD BANK C/O DANIEL MCCLEARY 65 FRONT ST HAMILTON HM 12, BERMUDA	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/16/2009	13899	\$1,611,333.79	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
15	CNH PENSION TR-CORE PLUS FIXED INCOME C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT W-1419 385 E. COLORADO BLVD. PASADENA, CA 91101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20917	\$451,901.58	Settled Derivative Claim
16	CONTRARIAN FUNDS LLC AS ASSIGNEE OF OPPENHEIMER INTERNATIONAL VALUE FUND, ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	29335	\$85,326.00	Settled Derivative Claim
17	CONTRARIAN FUNDS LLC AS ASSIGNEE OF OPPENHEIMER INTERNATIONAL VALUE FUND, ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29336	\$85,156.00	Settled Derivative Claim
18	CONTRARIAN FUNDS LLC AS ASSIGNEE OF OPPENHEIMER QUEST INTERNATIONAL VALUE FUND, INC., ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	29333	\$302,531.00	Settled Derivative Claim
19	CONTRARIAN FUNDS LLC AS ASSIGNEE OF OPPENHEIMER QUEST INTERNATIONAL VALUE FUND, INC., ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29334	\$301,929.00	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
20	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF BRIGHT START COLLEGE SAVINGS TRUST (IL 529) PRINCIPAL PROTECTION INCOME PORTFOLIO ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	29343	\$765.00	Settled Derivative Claim
21	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF BRIGHT START COLLEGE SAVINGS TRUST (IL 529) PRINCIPAL PROTECTION INCOME PORTFOLIO ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29344	\$765.00	Settled Derivative Claim
22	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF OFI INSTITUTIONAL SHORT DURATION FIXED INCOME FUND, LLC ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	29345	\$271.00	Settled Derivative Claim
23	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF OFI INSTITUTIONAL SHORT DURATION FIXED INCOME FUND, LLC ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29346	\$271.00	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
24	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF OPPENHEIMERFUNDS, INC. ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29349	\$75,775.00	Settled Derivative Claim
25	CVI GVF LUXEMBOURG TWELVE S.A.R.L. TRANSFEROR: BANCA INTERMOBILIARE DI INVESTIMENTI E GESTIONI SPA C/O CARVAL INVESTORS UK LTD; ATTN: ANNEMARIE JACOBSEN KNOWLE HILL PARK, FAIRMILE LANE COBHAM SURREY, KT11 2PD UNITED KINGDOM	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20770	\$3,431,855.99	Settled Derivative Claim
26	GENESEE COUNTY EMPLOYEES' RETIREMENT SYSTEM C/O WESTERN ASSET MANAGEMENT COMPANY ATT: LEGAL DEPT W-1771 385 E. COLORADO BLVD PASADENA, CA 91101	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	20956	\$116,077.07	Settled Derivative Claim
27	GENESEE COUNTY EMPLOYEES' RETIREMENT SYSTEM C/O WESTERN ASSET MANAGEMENT COMPANY ATT: LEGAL DEPT W-1771 385 E. COLORADO BLVD PASADENA, CA 91101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20974	\$116,077.07	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
28	HONG LEONG BANK BERHAD C/O BAKER & MCKENZIE LLP ATTN: IRA A. REID 1114 AVE OF THE AMERICAS NEW YORK, NY 10036	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/16/2009	14075	\$7,531,734.52*	Settled Derivative Claim
29	HURLEY SACRAMENTO L.P. LISA WEIL, ESQ. COX, CASTLE & NICHOLSON LLP 555 CALIFORNIA STREET, 10TH FLOOR SAN FRANCISCO, CA 94104	08-13555 (JMP)	Lehman Brothers Holdings Inc.	11/12/2008	593	\$388,568.75	Settled Derivative Claim
30	INTERCONTINENTAL OLYMPIC CLOVER CREEK, LLC C/O OLYMPIC INVESTORS LLC 2801 ALASKAN WAY, SUITE 200 SEATTLE, WA 98121	08-13555 (JMP)	Lehman Brothers Holdings Inc.	04/14/2009	3775	\$67,438.03	Settled Derivative Claim
31	ISO NEW ENGLAND INC. ONE SULLIVAN ROAD HOLYOKE, MA 01040	08-13885 (JMP)	Lehman Brothers Commodity Services Inc.	09/21/2009	22747	\$1,664.79*	Settled Derivative Claim
32	JACKSON BOND, L.P. C/O AMBLING PROPERTY INVESTMENTS ATTN: GREG WRIGHT 7000 CENTRAL PARKWAY, SUITE 1100 ATLANTA, GA 30328	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	22126	\$21,183.14	Settled Derivative Claim
33	LOURDES-NOREEN MCKEEN RESIDENCE FOR GERIATRIC CARE, INC. ATTN: FINANCE DIRECTOR 315 SOUTH FLAGLER DRIVE WEST PALM BEACH, FL 33401	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	31095	\$50,000.00	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

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34	NRG POWER MARKETING LLC CONTRACT ADMINISTRATION 211 CARNEGIE CENTER PRINCETON, NJ 08540		Lehman No Case Asserted/All Cases Asserted	09/22/2009	33209	\$2,316,951.53	Settled Derivative Claim
35	OPPENHEIMER MASTER INTERNATIONAL VALUE FUND LLC ATTN: AMEE KANTESARIA 6803 SOUTH TUCSON WAY CENTENNIAL, CO 80112	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	30727	\$95,797.34*	Settled Derivative Claim
36	OPPENHEIMER MASTER INTERNATIONAL VALUE FUND LLC ATTN: AMEE KANTESARIA TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET NEW YORK, NY 10281	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	30728	\$95,797.34*	Settled Derivative Claim
37	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT. W-984 385 E. COLORADO BLVD. PASADENA, CA 91101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20880	\$11,450,293.77	Settled Derivative Claim
38	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM C/O WESTERN ASSET MANAGEMENT COMPANY ATT: LEGAL DEPT W-1082 385 E. COLORADO BLVD PASADENA, CA 91101	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	21037	\$11,450,293.77	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
39	PLAINFIELD DIRECT INC. C/O SEWARD & KISSEL LLP ATTN: ARLENE R. ALVES, ESQ. ONE BATTERY PARK PLAZA NEW YORK, NY 10004	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	33469	\$3,413,620.00*	Settled Derivative Claim
40	RESOLUTE ANETH, LLC JAMES M. PICCONE, PRESIDENT 1675 BROADWAY, SUITE 1950 DENVER, CO 80202	08-13555 (JMP)	Lehman Brothers Holdings Inc.	02/18/2009	2882	\$915,542.00	Settled Derivative Claim
41	RIC PLC THE U.S. BOND FUND C/O ELLIOT COHEN RUSSELL INVESTMENTS 1301 SECOND AVENUE, 18TH FLOOR SEATTLE, WA 98101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	30851	\$4,275.07	Settled Derivative Claim
42	ROSSLYN SERIES, LLC C/O LEHMAN BROTHERS REAL ESTATE PARTNERS II, L.P. ATTN: JUDY TURCHIN & JI YEONG CHU 1271 AVENUE OF THE AMERICAS 38TH FLOOR NEW YORK, NY 10020	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	28936	Undetermined	Settled Derivative Claim
43	ROSSLYN SERIES, LLC C/O LEHMAN BROTHERS REAL ESTATE PARTNERS II, L.P. ATTN: JUDY TURCHIN & JI YEONG CHU 1271 AVENUE OF THE AMERICAS 38TH FLOOR NEW YORK, NY 10020	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	28937	Undetermined	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
44	SOUTHAVEN PARTNERS I LP C/O AMBLING PROPERTY INVESTMENTS ATTN: GREG WRIGHT 7000 CENTRAL PARKWAY SUITE 1100 ATLANTA, GA 30328	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	22120	\$68,989.36	Settled Derivative Claim
45	TFL PENSION FUND ATTN: PETER R. LA TRONICA C/O BRIDGEWATER ASSOCIATES, INC., AS AUTHORIZED AGENT ONE GLENDINNING PLACE WESTPORT, CT 06880 TRANSFERRED TO: BRIDGEWATER ASSOCIATES, LP TRANSFEROR: TFL PENSION FUND ATTN: ALISON GREGORY ONE GLENDINNING PLACE WESTPORT, CT 06880	08-13901 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20778	\$87,863.01 \$735,245.58	Settled Derivative Claim
46	THE ROYAL BANK OF SCOTLAND PLC TRANSFEROR: ROYAL BANK AMERICA ATTN: MATTHEW ROSENCRANS 600 WASHINGTON BLVD STAMFORD, CT 06901	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	21870	Undetermined	Settled Derivative Claim
47	THE ROYAL BANK OF SCOTLAND PLC TRANSFEROR: ROYAL BANK AMERICA ATTN: MATTHEW ROSENCRANS 600 WASHINGTON BLVD STAMFORD, CT 06901	08-13555 (JMP)	Lehman Brothers Holdings Inc.	10/15/2009	40358	Undetermined	Settled Derivative Claim

IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

OMNIBUS OBJECTION 105: EXHIBIT A - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
48	VAN KAMPEN CORPORATE BOND FUND C/O VAN KAMPEN ASSET MANAGEMENT ATTN: EDWARD HEARN ONE TOWER BRIDGE, 100 FRONT STREET, SUITE 1100 WEST CONSHOHOCKEN, PA 19428-288	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	27116	\$34,416.00*	Settled Derivative Claim
49	VITOL INC C/O K&L GATES LLP ATTN: ERIC T. MOSER 599 LEXINGTON AVE NEW YORK, NY 10022	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/17/2009	15012	\$64,766.93	Settled Derivative Claim
50	WHITE MOUNTAINS LIFE REINSURANCE (BERMUDA) LTD. ATTN: ARLENE R. ALVES C/O SEWARD & KISSEL LLP ONE BATTERY PLAZA NEW YORK, NY 10004-1485	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/16/2009	33264	\$1,808,000.00*	Settled Derivative Claim
TOTAL						\$50,328,559.30	

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
-----X	

**ORDER GRANTING DEBTORS' ONE HUNDRED FIFTH OMNIBUS
OBJECTION TO CLAIMS (SETTLED DERIVATIVE CLAIMS)**

Upon the one hundred fifth omnibus objection to claims, dated March 14, 2011 (the "One Hundred Fifth Omnibus Objection to Claims"),¹ of Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 6664], seeking disallowance and expungement of the Settled Derivative Claims on the grounds that the Debtors and claimants have agreed that the Settled Derivative Claims seek recovery of monies for which the applicable Debtors are not liable, all as more fully described in the One Hundred Fifth Omnibus Objection to Claims; and due and proper notice of the One Hundred Fifth Omnibus Objection to Claims having been provided to (i) the U.S. Trustee; (ii) the attorneys for the Creditors' Committee; (iii) the Securities and Exchange Commission; (iv) the Internal Revenue Service; (v) the United States Attorney for the Southern District of New York; (vi) each claimant listed on Exhibit A attached to the One

¹ Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Debtors' One Hundred Fifth Omnibus Objection to Claims.

Hundred Fifth Omnibus Objection to Claims; and (vii) all other parties entitled to notice in accordance with the procedures set forth in the second amended order entered on June 17, 2010, governing case management and administrative procedures for these cases [Docket No. 9635]; and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the One Hundred Fifth Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the One Hundred Fifth Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, it is

ORDERED that the relief requested in the One Hundred Fifth Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the Settled Derivative Claims listed on Exhibit 1 annexed hereto are disallowed and expunged in their entirety with prejudice; and it is further

ORDERED that this Order supersedes all previous orders regarding the Settled Derivative Claims listed on Exhibit 1 annexed hereto; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object and defend on any basis are expressly reserved with respect to, any claim listed on Exhibit A annexed to the One Hundred Fifth Omnibus Objection to Claims that does not appear on Exhibit 1 annexed hereto; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine
all matters arising from or related to this Order.

Dated: _____, 2011
New York, New York

UNITED STATES BANKRUPTCY JUDGE